

**COMBINED DECLARATION AND
POWER OF ATTORNEY FOR PATENT APPLICATION**

As below named inventors, we hereby declare that:

Our residences, post office addresses and citizenships are as stated below adjacent to our names.

We believe we are the original, first and sole inventors (if only one name is listed below) or the original, first and joint inventors (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled, **✓ AZAINDOLES AS INHIBITORS OF C-JUN N-TERMINAL KINASES** " the specification of which (check one):

☐ is attached hereto

☒ was filed as United States Patent Application Serial No. 10/509,127 on September 28, 2004, and was amended on _____ (if applicable)

☐ was filed as PCT Patent Application Serial No. _____ on _____, and was amended under PCT Article 19 on _____ (if applicable)

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims, as amended by an amendment referred to above.

We acknowledge the duty to disclose information which is material to the patentability of the claims of this application in accordance with Title 37, CFR § 1.56.

We hereby claim foreign priority benefits under Title 35, United States Code § 119(a)-(d) or § 365(b), of any foreign applications(s) for patent or inventor's certificate, or under § 365(a), of any PCT international applications(s) designating at least one country other than United States of America listed below and have also identified below any foreign applications(s) for patent or inventors' certificate or any PCT international application(s) designating at least one country other than the United States of America filed by us on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

**PRIOR FOREIGN/PCT APPLICATION(S)
AND ANY PRIORITY CLAIMS UNDER 35 U.S.C. § 119 (a) - (d) or 365(b), or 365(a)**

Country (if PCT, indicate PCT)	Application Number	Filing Date (mm/dd/yy)	Priority Claimed Under 35 U.S.C. § 119 (yes/no)
✓ GB	0300400.9	January 8, 2003	Yes
✓ GB	0207488.8	March 28, 2002	Yes

We hereby claim benefit under 35 U.S.C. § 119(e) of any United States provisional application(s) listed:

Application Number(s)	Filing Date (mm/dd/yy)	Priority Claimed Under 35 U.S.C. § 119

Declaration and Power of Attorney

We hereby claim the benefit under Title 35, United States Code § 120 of any United States Application, or under § 365(c), any PCT International Application designating the United States of America that is/are listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in that/those prior application(s) in the manner provided by the first paragraph of Title 35, United States Code § 112, we acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations § 1.56(a) which occurred between the filing date of the prior application(s) and the national or PCT international filing date of this application:

PRIOR U.S. APPLICATION(S) OR PCT INTERNATIONAL APPLICATION(S) DESIGNATING THE U.S. FOR BENEFIT UNDER 35 U.S.C. § 120 or § 365(c)

Application Number(s)	Filing Date (mm/dd/yy)	Status: Patented, Pending, or Abandoned
PCT/GB03/01115	March 17, 2003	Abandoned

Power of Attorney. As named inventors, we hereby appoint the following attorney(s) and/or agents associated with Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, Massachusetts 02109, Customer No. 23483 to prosecute the above-identified application and transact all business in the Patent and Trademark Office connected therewith:

All correspondence should be sent to: [] Customer No. noted above or [X] Address below.

Hollie L. Baker, Esq.
 Wilmer Cutler Pickering Hale and Dorr LLP
 60 State Street
 Boston, MA 02109
 Telephone No.: (617) 525-6110
 Facsimile No.: (617) 526-5000

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment or both under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name of first inventor: Piotr Graczyk

Inventor's Signature Piotr Graczyk Date 22 August 2005

Citizenship: Poland

Residence: Gower Street, London, United Kingdom WC1E 6BT GBX

Postal Address: (if different from residence) _____

Full name of second inventor (if applicable): Hirotooshi Numata

Inventor's Signature H. Numata Date 17 August 2005

Citizenship: Japan

Residence: Gower Street, London, United Kingdom WC1E 6BT GBX

Postal Address: (if different from residence) _____

Declaration and Power of Attorney

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Full name of third inventor (if applicable): Gurpreet Bhatia

Inventor's Signature [Signature] Date 22 August 2005

Citizenship: United Kingdom

Residence: Gower Street, London, United Kingdom WC1E 6BT GBX

Postal Address: (if different from residence): _____

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Full name of fourth inventor (if applicable): Darren Peter Medland

Inventor's Signature [Signature] Date 22 August 2005

Citizenship: United Kingdom

Residence: Gower Street, London, United Kingdom WC1E 6BT GBX

Postal Address: (if different from residence): _____

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ASSIGNMENT

WHEREAS, we, Piotr GRACZYK of London, Great Britain, Hirotoshi NUMATA, of London, Great Britain, Gurpreet BHATIA of London, Great Britain, and Darren Peter MEDLAND of London, Great Britain have made a certain new and useful invention as set forth in an application for United States Letters Patent, entitled **AZAINDOLES AS INHIBITORS OF C-JUN N-TERMINAL KINASES** for which an application for United States Letters Patent was filed on September 28, 2004 with an international filing date of March 17, 2003, and identified by United States Serial No. 10/509,127;

AND WHEREAS, Eisai Co., Ltd. whose address is 4-6-10 Koishikawa, Bunkyo-ku, Tokyo 112-8088, Japan, together with its successors and assigns (hereinafter called "ASSIGNEE") is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited.

NOW, THEREFORE, for and in consideration of good and valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby without reservations:

1. Assign, transfer, and convey to ASSIGNEE the entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;
2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in our name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;
4. Warrant that we have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that we have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind our heirs, legal representatives, and assigns, as well as ourselves, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to us or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by us, our heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to us relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in our control or in the control of our heirs, legal representatives, or assigns which may be useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

22 August 2005
Date

Piotr Graczyk
Piotr Graczyk

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

17 August 2005
Date

H. Numata
Hirotoshi Numata

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

22 AUGUST 2005.
Date

Gurpreet Bhatia
Gurpreet Bhatia

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

22 August 2005
Date

D. Medland
Darren Peter Medland

BEST AVAILABLE COPY